

Fill in this information to identify the case:

Debtor name: III Exploration II LP

United States Bankruptcy Court for the: District of Utah

Case number (if known): 16-_____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	QEP ENERGY COMPANY PO BOX 204033 DALLAS TX 75320-4033	Johnathan Peterson, Land Johnathan.Peterson@qepres.com (303) 405-6673	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$2,007,337.96
2	EP ENERGY E&P COMPANY, L.P. PO BOX 301244 DALLAS TX 75303-1244	Michael J. Walcher, Land Michael.Walcher@epenergy.com (713) 997-5476	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$262,943.22
3	EOG RESOURCES, INC. PO BOX 4362 HOUSTON TX 77210-4362	jibinquiry@eogresources.com (713) 651-6553	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$68,373.65
4	BADLANDS PRODUCTION COMPANY 7979 E. TUFTS AVE. SUITE 1150 DENVER CO 80237	Linda Hancock (303) 483-0044	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$7,932.55
5	XTO ENERGY, INC. PO BOX 730587 DALLAS TX 75373-0587	jib_inquiry@xtoenergy.com; land_inquiry@xtoenergy.com (866) 886-2613, #8142	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$3,822.92
6	NEWFIELD PRODUCTION COMPANY 4 WATERWAY SQUARE PL. SUITE 100 THE WOODLANDS TX 77380	Travis Lindsey, Land tlindsey@newfield.com; owner-relations@newfield.com (281) 847-6090	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$1,758.03
7	SLAWSON EXPLORATION COMPANY, INC. 727 N WACO #400 WICHITA KS 67203	Cindy Howell (JIB) Tod Slawson (Land) chowell@slawsoncompanies.com; tslawson@slawsoncompanies.com (405) 232-0201 (303) 592-8880	OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$1,108.35

Debtor **III Exploration II LP**

Case number (if known) **16-**_____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	KERR - MCGEE OIL & GAS ONSHORE PO BOX 730002 DALLAS TX 75373-0002		OPERATOR	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D			\$184.07
9	WILMINGTON TRUST, N.A. AS ADMINISTRATIVE AGENT UNDER THAT CERTAIN FIRST LIEN CREDIT AGREEMENT DATED 2/19/13 50 SOUTH SIXTH STREET SUITE 1290 MINNEAPOLIS MN 55402	Josh James (612) 217-5637	BANK LOAN		Approximately \$100 million in principal		unknown ¹
10	KEYBANK N.A., AS ADMINISTRATIVE AGENT 8115 PRESTON ROAD SUITE 500 DALLAS TX 75225	George McKean (713) 221-6187	BANK LOAN		\$25 Million in principal amount		unknown ²
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1 This claim pertains to a secured obligation. The Debtor has not yet determined the amount or extent of any unsecured deficiency claim arising in connection with such secured obligation.

2 This claim pertains to a secured obligation. The Debtor has not yet determined the amount or extent of any unsecured deficiency claim arising in connection with such secured obligation.

Fill in this information to identify the case:

Debtor name III Exploration II LP

United States Bankruptcy Court for the: DISTRICT OF UTAH

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Holders and Corporate Ownership Statement Pursuant to Bankruptcy Rules 1007(a)(3) and 7007.1.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 26, 2016

X /s/ Paul R. Powell

Signature of individual signing on behalf of debtor

Paul R. Powell

Printed name

President

Position or relationship to debtor